

P 990000 25467

SOBE PROMOTIONS INC.

407 Lincoln Road

Suite 9M

Miami Beach Fl. 33139

Tel: (305) 538-1788

March 12, 1999

Office of The Secretary of State
DIVISION OF CORPORATIONS
490 East Gaines Street
Tallahassee, Florida 32399

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*****78.75 *****78.75

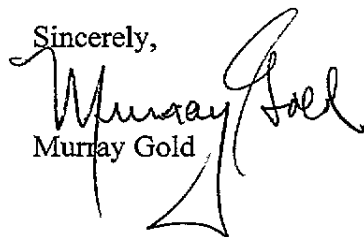
Re: SOBE PROMOTIONS INC.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation of SOBE PROMOTIONS, INC. along with a check in the amount of \$78.75, which consists of a \$35.00 filing fee, plus \$35.00 registered agency, and \$8.75 for a certified copy.

Thank you for your assistance.

Sincerely,


Murray Gold

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION OF
SOBE PROMOTIONS INC.

ARTICLE I - NAME

The name of this corporation is SOBE PROMOTIONS INC.

ARTICLE II - DURATION

This corporation shall be perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including but not limited to:

- (a) Any act of business that a natural person could engage in.
- (b) Pursue its purposes and business in any and all locations, foreign or domestic.
- (c) Acquire, own, hold, develop, deal in and with, maintain and operate, unlimitedly, such real and personal property of every kind and description within and without the State of Florida.
- (d) Buy and sell real and personal property of any nature whatsoever.
- (e) Convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise deal with any property.
- (f) Import and export wares, goods and merchandise of any nature whatsoever.
- (g) Carry on all or any of the business of manufacturers, producers, fabricators, processors, distributors, purchasers and sellers of products and supplies of every kind, character and nature.
- (h) Purchase, hold, sell, transfer, or deal in any manner with or in stocks, bonds, obligations, securities or interests of its own or of any other person, firm or corporation.
- (i) Pay cash or issue capital stock, debentures, bonds, mortgage, or other obligations of the corporation for any acquisition by the corporation and for any other lawful purpose.

SOBE PROMOTIONS INC. Articles of Incorporation
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j) Engage in the acquisition, ownership, sale, distribution and licensing of patents, improvements and franchises, trademarks and trade names, and to operate thereunder.

(K) Enter into, make and perform contracts of every kind and description with any person, firm or association, corporation and body politic conducive to the attainment of any of the objects or purposes of the corporation.

(l) Enter into any and all types of agreements relating to financing, factoring and guarantees and to guarantee or secure, in any way, the debts or obligations of any other persons, firms, and/or corporations.

(m) Guarantee performance by any other person and/or entity.

In general, this corporation may, without restriction, perform any and all acts and functions permitted by law.

ARTICLE IV - Capital Stock

This corporation is authorized to issue one hundred (100) shares of voting common stock, and one hundred (100) shares of non-voting common stock. Said shares to have no par value.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 407 Lincoln Road, Suite 9M, Miami Beach, Florida 33139.

ARTICLE VI - Initial Board of Directors

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial director of this corporation:

<u>NAME</u>	<u>ADDRESS</u>
MURRAY GOLD	290 174th Street, Suite 2017 Miami Beach, Florida 33160

ARTICLE VII - INCORPORATOR

The name and address of the person signing these articles is:


<u>NAME</u>	<u>ADDRESS</u>
MURRAY GOLD	290 174 Street, Suite 2017 Miami Beach, Florida 33160

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribes have executed these Articles of Incorporation this 18 day of February, 1999.

y, 1999.

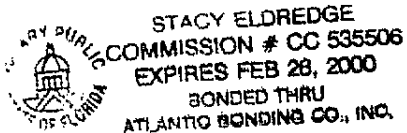

MURRAY GOLD

STATE OF FLORIDA)
) SS.:
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County aforesaid, personally appeared MURRAY GOLD, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledge before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 18 day of February 1999

(SEAL)
NOTARY PUBLIC, State of Florida
at Large



My Commission Expires

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CERTIFICATE DESIGNATING RESIDENT AGENT

In pursuance of Chapter 48.091, Florida Statute, the following is submitted, in compliance with said Act.:

THAT SOBE PROMOTIONS INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at the City of Miami Beach, County of Dade, State of Florida, has named MURRAY GOLD, located at 290 174th Street, Suite 2017, City of Miami Beach, County of Dade, State of Florida, as its agent to accept service of process within this State.

SOBE PROMOTIONS INC>

By Murray Gold
MURRAY GOLD, President

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Murray Gold
MURRAY GOLD, Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAR 15 AM 9:10

FILED